UNITED STATES DISTRICT COURT SOUTHERN DISTRICT OF NEW YORK

EARL JORDAN YAOKASIN, Derivatively on Be-: half of AMBAC FINANCIAL GROUP, INC.,

Plaintiff,

v.

MICHAEL A. CALLEN, JOHN W. UHLEIN, III, KEVIN J. DOYLE, GREGG L. BIENSTOCK, ROBERT G. SHOBACK, DOUGLAS C. RENFIELD-MILLER, DAVID W. WALLIS, WILLIAM T. MCKINNON, ROBERT J. GENADER, KATHLEEN A. MCDONOUGH, JILL M. CONSIDINE, PHILIP N. DUFF, THOMAS C. THEOBALD, LAURA S. UNGER, HENRY D. G. WALLACE, THOMAS J. GANDOLFO, SEAN T. LEONARD, W. GRANT GREGORY, and PHILLIP B. LASSITER,

Defendants,

- and -

AMBAC FINANCIAL GROUP, INC.,

Nominal Defendant.

Civil Action No. 08 Civ. 1312

NOTICE OF APPEARANCE

ECF Case

TO THE CLERK OF THIS COURT AND ALL PARTIES OF RECORD:

Please enter my appearance as counsel of record for the defendants in the abovecaptioned action. I certify that I am admitted to practice in this court. Dated: New York, New York

March 10, 2008

Respectfully submitted,

WACHTELL, LIPTON, ROSEN & KATZ

/s/ Warren R. Stern

Warren R. Stern (WS-2957)

51 West 52nd Street

New York, New York 10019

Telephone: (212) 403-1000 Facsimile: (212) 403-2000

Attorneys for Defendants